

B1 (Official Form 1)(1/08)

<b>United States Bankruptcy Court</b> <b>Northern District of Illinois</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>Ephesus Capital Partners LLC</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>DBA Celebrity Kids Portrait Studios</b>		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>20-1614302</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>1005 W Webster Ave</b> <b>Ste 9</b> <b>Chicago, IL</b> <div style="text-align: right; font-size: small;">ZIP Code <b>60614</b></div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: <b>Cook</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): <b>14300 Clay Terrace Blvd Carmel, IN 46032</b> <b>4062 Grammery St Columbus, OH 43219</b> <b>640 Beebalm Lane, Garland, TX 75040</b>		
<b>Type of Debtor</b> (Form of Organization) (Check one box)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <hr/> <b>Nature of Debts</b> (Check one box)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee</b> (Check one box)  <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. <hr/> Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input checked="" type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>Ephesus Capital Partners LLC</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)			
Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet)			
Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).  <div style="display: flex; justify-content: space-between;"> <span><b>X</b> _____</span> <span>_____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>Signature of Attorney for Debtor(s)</span> <span>(Date)</span> </div>		
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  <div style="margin-left: 40px;">                 _____                  (Name of landlord that obtained judgment)             </div>  <div style="margin-left: 40px;">                 _____                  (Address of landlord)             </div>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

## Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

**Ephesus Capital Partners LLC**

### Signatures

#### Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

#### Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

#### Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

**X** \_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

#### Signature of Attorney\*

**X** **/s/ L. Judson Todhunter** \_\_\_\_\_  
Signature of Attorney for Debtor(s)

**L. Judson Todhunter 2840510** \_\_\_\_\_  
Printed Name of Attorney for Debtor(s)

**Defrees & Fiske** \_\_\_\_\_  
Firm Name

**200 South Michigan Avenue**  
**Suite 1100**  
**Chicago, IL 60604-2480**

\_\_\_\_\_  
Address

Email: **ljt@defrees.com**

**312-372-4000 Fax: 312-939-5617**

\_\_\_\_\_  
Telephone Number

**April 25, 2008**

\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

#### Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** **/s/ Nicholas Weiksner** \_\_\_\_\_  
Signature of Authorized Individual

**Nicholas Weiksner** \_\_\_\_\_  
Printed Name of Authorized Individual

**Manager** \_\_\_\_\_  
Title of Authorized Individual

**April 25, 2008**

\_\_\_\_\_  
Date

**United States Bankruptcy Court  
Northern District of Illinois**

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No.  
Chapter

**11**

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, **Nicholas Weiksner**, declare under penalty of perjury that I am the Manager of **Ephesus Capital Partners LLC**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 4th day of April, 2008.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that James Edmunds and/or **Nicholas Weiksner**, of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that James Edmunds and/or **Nicholas Weiksner**, of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that James Edmunds and/or **Nicholas Weiksner**, of this Corporation is authorized and directed to employ **L. Judson Todhunter 2840510**, attorney and the law firm of **Defrees & Fiske** to represent the corporation in such bankruptcy case.

The resolution was passed unanimously by a Board of Directors vote held by telephone at 3:34 pm CST on April 4, 2008."

Date **April 4, 2008**

Signed **/s/ Nicholas Weiksner**  
**Nicholas Weiksner**

Resolution of Board of Directors  
of  
**Ephesus Capital Partners LLC**

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that James Edmunds and/or **Nicholas Weiksner**, of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that James Edmunds and/or **Nicholas Weiksner**, of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that James Edmunds and/or **Nicholas Weiksner**, of this Corporation is authorized and directed to employ **L. Judson Todhunter 2840510**, attorney and the law firm of **Defrees & Fiske** to represent the corporation in such bankruptcy case.

The resolution was passed unanimously by a Board of Directors vote held by telephone at 3:34 pm CST on April 4, 2008.

Date April 4, 2008

Signed /s/ Nicholas Weiksner  
**Nicholas Weiksner**

Date April 4, 2008

Signed /s/ James Edmunds  
**James Edmunds**

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**Northern District of Illinois**

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No.

Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Alessandro Mina C/O Sverica International 800 Boylston St, Ste 3325 Boston, MA 02199	Alessandro Mina C/O Sverica International 800 Boylston St, Ste 3325 Boston, MA 02199			33,140.00
Bradford T Brown 140 Nagog Hill Rd Acton, MA 01720	Bradford T Brown 140 Nagog Hill Rd Acton, MA 01720			33,140.00
Buxton Company 2651 S Polaris Dr Fort Worth, TX 76137	Buxton Company 2651 S Polaris Dr Fort Worth, TX 76137			3,016.35
Clay Terrace Partners 225 Washington St Indianapolis, IN 46204	Clay Terrace Partners 225 Washington St Indianapolis, IN 46204			13,430.12
Cumberland Acct 4501 N Cumberland Ave Ste C Norridge, IL 60706	Cumberland Acct 4501 N Cumberland Ave Ste C Norridge, IL 60706			5,000.00
Easton Town Center LLC C/O Steiner Properties 4200 Regent St, Ste 210 Columbus, OH 43219	Easton Town Center LLC C/O Steiner Properties 4200 Regent St, Ste 210 Columbus, OH 43219	Lease		19,031.29
Eric Bunting 11740 Montana Ave #301 Los Angeles, CA 90049	Eric Bunting 11740 Montana Ave #301 Los Angeles, CA 90049			33,140.00
FC Marion LLC aka Garth Organization C/O Maquina Realty 8900 Keystone Crossing Blvd St 650 Indianapolis, IN 46240	FC Marion LLC aka Garth Organization C/O Maquina Realty 8900 Keystone Crossing Blvd St 650 Indianapolis, IN 46240			4,047.62
George and Sandra Weiksner 164 E 81st St New York, NY 10028	George and Sandra Weiksner 164 E 81st St New York, NY 10028			231,980.00
Gregory R and Delia Staley 286 Autumn Terr Franklin Lakes, NJ 74117	Gregory R and Delia Staley 286 Autumn Terr Franklin Lakes, NJ 74117			66,280.00

B4 (Official Form 4) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
<b>L Henry Edmunds Jr 130 N Roberts Rd Bryn Mawr, PA 19010</b>	<b>L Henry Edmunds Jr 130 N Roberts Rd Bryn Mawr, PA 19010</b>			<b>132,560.00</b>
<b>Marco Island Capital LLC 1001 Phoenix St Danville, CA 94056</b>	<b>Marco Island Capital LLC 1001 Phoenix St Danville, CA 94056</b>			<b>19,884.00</b>
<b>Nicholas Weiksner 855 W Belden Ave Chicago, IL 60614</b>	<b>Nicholas Weiksner 855 W Belden Ave Chicago, IL 60614</b>			<b>66,280.00</b>
<b>Peterson Ventures II LLC 2825 E Cottonwood Pkwy Ste 400 Salt Lake City, UT 84121</b>	<b>Peterson Ventures II LLC 2825 E Cottonwood Pkwy Ste 400 Salt Lake City, UT 84121</b>			<b>165,700.00</b>
<b>Randy and Sherrie DelPrince 10581 Tremont Dr Fishers, IN 46036</b>	<b>Randy and Sherrie DelPrince 10581 Tremont Dr Fishers, IN 46036</b>			<b>543,952.00</b>
<b>Randy and Sherrie DelPrince 10581 Tremont Dr Fishers, IN 46036</b>	<b>Randy and Sherrie DelPrince 10581 Tremont Dr Fishers, IN 46036</b>			<b>412,687.00</b>
<b>Rock Wood Equity Partnership Fund 3201 Enterprise Pkwy Ste 370 Beachwood, OH 44122</b>	<b>Rock Wood Equity Partnership Fund 3201 Enterprise Pkwy Ste 370 Beachwood, OH 44122</b>			<b>33,140.00</b>
<b>Sean Arnold 2232 Divisadero St San Francisco, CA 94115</b>	<b>Sean Arnold 2232 Divisadero St San Francisco, CA 94115</b>			<b>16,570.00</b>
<b>Search Fund Partners 2 885 Oak Grove Ste 102 Menlo Park, CA 94025</b>	<b>Search Fund Partners 2 885 Oak Grove Ste 102 Menlo Park, CA 94025</b>			<b>265,120.00</b>
<b>Simon Property Group Firewheel Mall 225 Washington St Indianapolis, IN 46204</b>	<b>Simon Property Group Firewheel Mall 225 Washington St Indianapolis, IN 46204</b>			<b>34,670.48</b>

B4 (Official Form 4) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No. \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **April 25, 2008**

Signature **/s/ Nicholas Weiksner**

**Nicholas Weiksner**  
**Manager**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.



B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court**  
**Northern District of Illinois**

In re **Ephesus Capital Partners LLC**,  
Debtor

Case No. \_\_\_\_\_

Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>4</b>	<b>92,247.50</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>0.00</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>1</b>		<b>0.00</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>8</b>		<b>2,138,084.58</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>2</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>18</b>			
Total Assets			<b>92,247.50</b>		
Total Liabilities				<b>2,138,084.58</b>	

**United States Bankruptcy Court**  
**Northern District of Illinois**

In re **Ephesus Capital Partners LLC**,  
Debtor

Case No. \_\_\_\_\_

Chapter **11**

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

B6A (Official Form 6A) (12/07)

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
--------------------------------------	---	------------------------------------	--	-------------------------

**None**

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Checking ending 5326 JP Morgan Chase Illinois Market POB 260180 Baton Rouge, LA 76826	-	4,516.12
		Checking ending 2706 JP Morgan Chase Indiana Market POB 260180 Baton Rouge, LA 76826	-	3,876.74
		Checking ending 2714 JP Morgan Chase Indiana Market POB 260180 Baton Rouge, LA 76826	-	459.79
		Checking ending 7688 JP Market Chase Texas Market POB 260180 Baton Rouge, LA 76826	-	2,694.85
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			

Sub-Total > **11,547.50**  
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	<b>X</b>			
10. Annuities. Itemize and name each issuer.	<b>X</b>			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.		<b>Accounts Receivable</b>	-	<b>47,500.00</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			

Sub-Total > **47,500.00**  
(Total of this page)

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			
22. Patents, copyrights, and other intellectual property. Give particulars.		<b>Intellectual Property</b>	-	<b>0.00</b>
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.		<b>Customer Lists</b>	-	<b>0.00</b>
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.		<b>Clay Terrace Studio Furniture</b>	-	<b>2,000.00</b>
		<b>Clay Terrace Studio Electronic Equipment</b>	-	<b>10,000.00</b>
		<b>Clay Terrace Studio Miscellaenous</b>	-	<b>500.00</b>

Sub-Total > **12,500.00**  
(Total of this page)

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Garland Studio Furniture</b>	-	<b>1,500.00</b>
		<b>Garland Studio Electronic Equipment</b>	-	<b>8,000.00</b>
		<b>Garland Studio Miscellaneous</b>	-	<b>300.00</b>
		<b>Columbus Studio Furniture</b>	-	<b>1,500.00</b>
		<b>Columbus Studio Electronic Equipment</b>	-	<b>9,000.00</b>
		<b>Columbus Studio Miscellaneous</b>	-	<b>400.00</b>
29. Machinery, fixtures, equipment, and supplies used in business.	<b>X</b>			
30. Inventory.	<b>X</b>			
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.	<b>X</b>			

Sub-Total >	<b>20,700.00</b>
(Total of this page)	
Total >	<b>92,247.50</b>

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

B6D (Official Form 6D) (12/07)

In re Ephesus Capital Partners LLC, Case No. \_\_\_\_\_  
Debtor

## SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)								
Total (Report on Summary of Schedules)							0.00	0.00

0 continuation sheets attached



In re **Ephesus Capital Partners LLC**

Debtor

Case No. \_\_\_\_\_

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

### TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

#### ☐ Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

#### ☐ Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

#### ☐ Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

#### ☐ Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

#### ☐ Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

#### ☐ Deposits by individuals

Claims of individuals up to \$2,425\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

#### ☐ Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

#### ☐ Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

#### ☐ Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6F (Official Form 6F) (12/07)

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
Account No. <b>01200 102355084</b>  <b>ADT Security Services</b> <b>POB 371956</b> <b>Pittsburgh</b> <b>Pittsburgh, PA 15250</b>		-	<b>Spring 2008</b>				<b>189.97</b>
Account No. <b>5439934</b>  <b>ADT Security Services</b> <b>POB 650485</b> <b>Dallas, TX 75265</b>		-	<b>Spring 2008</b>				<b>102.21</b>
Account No.  <b>Alessandro Mina</b> <b>C/O Sverica International</b> <b>800 Boylston St, Ste 3325</b> <b>Boston, MA 02199</b>		-	<b>April, 2005</b>				<b>33,140.00</b>
Account No. <b>0055290</b>  <b>All States Easton Services</b> <b>POB 94258</b> <b>Las Vegas, NV 89193</b>		-	<b>March and April 2008</b>				<b>230.74</b>
Subtotal (Total of this page)							<b>33,662.92</b>

7 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. <b>Inv 517680</b>			<b>February 2008</b>				<b>177.97</b>
<b>Art Leather</b> <b>600 W John St</b> <b>Hicksville, NY 11801</b>		-					
Account No. <b>Celebrity Kids Corporate</b>			<b>Spring 2008</b>				<b>993.94</b>
<b>BabyChecks</b> <b>1462 W 300 N</b> <b>Greenfield, IN 46140</b>		-					
Account No.			<b>April, 2005</b>				<b>33,140.00</b>
<b>Bradford T Brown</b> <b>140 Nagog Hill Rd</b> <b>Acton, MA 01720</b>		-					
Account No.							<b>3,016.35</b>
<b>Buxton Company</b> <b>2651 S Polaris Dr</b> <b>Fort Worth, TX 76137</b>		-					
Account No. <b>Celebrity Kids Corporate</b>			<b>March 2008</b>				<b>95.40</b>
<b>Cameron Electric</b> <b>4771 N Franklin Rd</b> <b>Indianapolis, IN 46226</b>		-					
Sheet no. <u>1</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>37,423.66</b>
Subtotal (Total of this page)							

B6F (Official Form 6F) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>665260-400099</b>			<b>April 2008</b>				<b>210.33</b>
<b>Citizens Gas</b> <b>POB 7056</b> <b>Indianapolis, IN 46207</b>		-					
Account No. <b>Celebrity Kids Corporate</b>			<b>April 2008</b>				<b>13,430.12</b>
<b>Clay Terrace Partners</b> <b>225 Washington St</b> <b>Indianapolis, IN 46204</b>		-					
Account No. <b>Celebrity Kids Corporate</b>			<b>Spring 2008</b>				<b>80.97</b>
<b>Columbus Window Cleaning</b> <b>POB 2201</b> <b>Columbus, OH 43216</b>		-					
Account No. <b>Celebrity Kids Corporate</b>			<b>Spring 2008</b>				<b>5,000.00</b>
<b>Cumberland Acct</b> <b>4501 N Cumberland Ave</b> <b>Ste C</b> <b>Norridge, IL 60706</b>		-					
Account No. <b>EFDR-STO232</b>			<b>March and April 2008</b> <b>Lease</b>				<b>19,031.29</b>
<b>Easton Town Center LLC</b> <b>C/O Steiner Properties</b> <b>4200 Regent St, Ste 210</b> <b>Columbus, OH 43219</b>		-					
Sheet no. <u>2</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>37,752.71</b>
Subtotal (Total of this page)							<b>37,752.71</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			April, 2005				33,140.00
Eric Bunting 11740 Montana Ave #301 Los Angeles, CA 90049	-						
Account No.			April 2008				4,047.62
FC Marion LLCaka Garth Organization C/O Maquina Realty 8900 Keystone Crossing Blvd St 650 Indianapolis, IN 46240	-						
Account No. Celebrity Kids Corporate			Spring 2008				108.25
Fish Window Cleaning POB 1895 Rockwall, TX 75087	-						
Account No. Celebrity Kids Corporate			April, 2008				130.32
Frame Specialties 28417 Laura Ct Elkhart, IN 46517	-						
Account No.			April, 2005				231,980.00
George and Sandra Weiksner 164 E 81st St New York, NY 10028	-						
Sheet no. <u>3</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							269,406.19

B6F (Official Form 6F) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			April, 2005				66,280.00
Gregory R and Delia Staley 286 Autumn Terr Franklin Lakes, NJ 74117	-						
Account No.			October 2005				492.11
Indianapolis Power & Light POB 110 Indianapolis, IN 46206	-						
Account No.			April, 2005				132,560.00
L Henry Edmunds Jr 130 N Roberts Rd Bryn Mawr, PA 19010	-						
Account No.			April, 2005				19,884.00
Marco Island Capital LLC 1001 Phoenix St Danville, CA 94056	-						
Account No. 5929a and 6239a							840.40
Mission Mechanical Corp 1508 E 80th St Ste 335 Indianapolis, IN 46240	-						
Sheet no. <u>4</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							220,056.51

B6F (Official Form 6F) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			April, 2005				66,280.00
Nicholas Weiksner 855 W Belden Ave Chicago, IL 60614	-						
Account No. Inv 18106			April 2008				47.78
Ohio Fire & Safety Co POB 8367 Columbus, OH 43210	-						
Account No.			April, 2005				165,700.00
Peterson Ventures II LLC 2825 E Cottonwood Pkwy Ste 400 Salt Lake City, UT 84121	-						
Account No. Celebrity Kids Corporate			Spring 2008				263.50
Photosculpture By Ajay 754 Bonita Dr White Lake, MI 48383	-						
Account No. Celebrity Kids Corporate			Spring 2008				864.45
R n R Colour Inc 1256 E 86th Pl Merrillville, IN 46410	-						
Sheet no. 5 of 7 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							233,155.73

B6F (Official Form 6F) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Celebrity Kids Corporate</b>		-	<b>Spring 2008</b>				<b>389.00</b>
<b>Rainbow Window Cleaning</b> <b>6753 Woodcliff Circle</b> <b>Zionsville, IN 46077</b>							
Account No.		-	<b>April, 2005</b>				<b>543,952.00</b>
<b>Randy and Sherrie DelPrince</b> <b>10581 Tremont Dr</b> <b>Fishers, IN 46036</b>							
Account No.		-	<b>April, 2005</b>				<b>412,687.00</b>
<b>Randy and Sherrie DelPrince</b> <b>10581 Tremont Dr</b> <b>Fishers, IN 46036</b>							
Account No. <b>3056 14 011020 5</b>		-	<b>March and April 2008</b>				<b>98.38</b>
<b>Republic Waste Services</b> <b>832 Langsdale Ave</b> <b>Indianapolis, IN 46202</b>							
Account No.		-	<b>April, 2005</b>				<b>33,140.00</b>
<b>Rock Wood Equity Partnership Fund</b> <b>3201 Enterprise Pkwy</b> <b>Ste 370</b> <b>Beachwood, OH 44122</b>							
Sheet no. <u>6</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>990,266.38</b>
Subtotal (Total of this page)							



B6F (Official Form 6F) (12/07) - Cont.

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			<b>April, 2005</b>				
<b>Sean Arnold</b> <b>2232 Divisadero St</b> <b>San Francisco, CA 94115</b>		-					<b>16,570.00</b>
Account No.			<b>April, 2005</b>				
<b>Search Fund Partners 2</b> <b>885 Oak Grove</b> <b>Ste 102</b> <b>Menlo Park, CA 94025</b>		-					<b>265,120.00</b>
Account No. <b>Celebrity Kids Corporate</b>			<b>Spring, 2008</b>				
<b>Simon Property Group</b> <b>Firewheel Mall</b> <b>225 Washington St</b> <b>Indianapolis, IN 46204</b>		-					<b>34,670.48</b>
Account No.							
Account No.							
Sheet no. <u>7</u> of <u>7</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>316,360.48</b>
Subtotal (Total of this page)							
Total (Report on Summary of Schedules)							<b>2,138,084.58</b>

In re **Ephesus Capital Partners LLC**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Callaway Ventures Inc</b> <b>2121 N Clyburn</b> <b>Ste A6</b> <b>Chicago, IL 60614</b>	<b>Franchise Agreement</b>
<b>Celebrity Kids India Private Ltd</b> <b>A-7 Community Ctr Naraina</b> <b>New Delhi 10028</b> <b>India</b>	<b>International Area Development Agreement</b>
<b>Celebrity Kids-Naperville Inc</b> <b>C/O Melissa Cassidy</b> <b>2835 Showplace Dr Ste 137</b> <b>Naperville, IL 60564</b>	<b>Franchise Agreement</b>
<b>Cincinnati North Kids Portrait Stud</b> <b>C/O Kierston Gray</b> <b>38 Winston Kill</b> <b>Fort Thomas, KY 41075</b>	<b>Franchise Agreement</b>
<b>CK Portraits Inc</b> <b>C/O Craig Cola</b> <b>Washingtonian Ct 225 Boardwalk Pl</b> <b>Gaithersburg, MD 20878</b>	<b>Franchise Agreement</b>
<b>Clay Terrace Partners</b> <b>225 Washington St</b> <b>Indianapolis, IN 46204</b>	<b>Standard Lease</b>
<b>Easton Town Center LLC</b> <b>C/O Steiner Properties</b> <b>4200 Regent St, Ste 210</b> <b>Columbus, OH 43219</b>	<b>Standard Lease</b>
<b>Family Portrait Studios S Jersey</b> <b>The Promenade at Sagemore</b> <b>500 Route 73S</b> <b>Marlton, NJ 08053</b>	<b>Franchise Agreement</b>
<b>FC Marion LLCaka Garth Organization</b> <b>C/O Maquina Realty</b> <b>8900 Keystone Crossing Blvd St 650</b> <b>Indianapolis, IN 46240</b>	<b>Standard Lease, termination agreement in place</b>

In re Ephesus Capital Partners LLC, Case No. \_\_\_\_\_  
Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**  
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Ft Wayne Kids LLC</b> C/O Brian Baker 9630 Claymount Lane Fishers, IN 46038	<b>Franchise Agreement</b>
<b>Jasjam Inc</b> C/O Judy Gilbert 15375 Bluemound Rd Ste 110 Brookfield, WI 53005	<b>Franchise Agreement</b>
<b>K L Haas Photography Inc</b> C/O Kris Haas 432 Oak St Palatine, IL 60067	<b>Franchise Agreement</b>
<b>Konvergent Holdings Inc</b> C/O Tom Dunn 9000 Hudson Rd Ste 616 Woodbury, MN 55125	<b>Franchise Agreement</b>
<b>MJC Portraits Inc</b> C/O Melissa Cassidy 1418 Commons Dr Geneva, IL 60134	<b>Franchise Agreement</b>
<b>Paschal and Paschal LLC</b> C/O Tim Paschal 8703 Sargent Creek Lane Indianapolis, IN 46256	<b>Franchise Agreement</b>
<b>Paschal Paschal and Schroder LLC</b> 2300 Sir Barton Way Lexington, KY 40509	<b>Franchise Agreement</b>
<b>Philadelphia Kids Studios LLC</b> C/O Donna Brennan 104 Gerstley Rd Hatboro, PA 19040	<b>Franchise Agreement</b>
<b>Simon Property Group</b> Firewheel Mall 225 Washington St Indianapolis, IN 46204	<b>Standard Lease</b>
<b>TS3 Inc</b> C/O Steve Bracken 1001 N State Road 135 Greenwood, IN 46142	<b>Franchise Agreement</b>
<b>Wheaton Portrait Studios LLC</b> C/O Hus Holland 222 E Harrison Ave Wheaton, IL 60187	<b>Franchise Agreement</b>

B6H (Official Form 6H) (12/07)

In re Ephesus Capital Partners LLC, Case No. \_\_\_\_\_  
Debtor

## SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
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\_\_\_\_\_ continuation sheets attached to Schedule of Codebtors

**United States Bankruptcy Court**  
**Northern District of Illinois**

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No.

Chapter

**11**

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the Manager of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **20** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **April 25, 2008**

Signature **/s/ Nicholas Weiksner**

**Nicholas Weiksner**

**Manager**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court  
Northern District of Illinois

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No.

Chapter

**11**

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*DEFINITIONS*

*"In business."* A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

*"Insider."* The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

**1. Income from employment or operation of business**

None

☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT  
**\$2,814,965.16**  
**\$330,499.22**

SOURCE  
**Operation of Business for 2006 and 2007**  
**Operation of Business 1/1/2008 to 3/31/2008**

**2. Income other than from employment or operation of business**

None

☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

### 3. Payments to creditors

None ☒ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Garth Organization C/O Maquina Realty 8900 Keystone Crossing Blvd St 650 Indianapolis, IN 46240	3/3/08	\$4,047.62	\$4,047.62
Garth Organization C/O Maquina Realty 8900 Keystone Crossing Blvd St 650 Indianapolis, IN 46240	2/11/08	\$4,047.62	\$4,047.62
Clay Terrace Partners 225 Washington St Indianapolis, IN 46204	3/13/08	\$9,818.79	\$13,430.12
Clay Terrace Partners 225 Washington St Indianapolis, IN 46204	2/1/08	\$9,804.99	\$13,430.12
Easton Town Center LLC C/O Steiner Properties 4200 Regent St, Ste 210 Columbus, OH 43219	2/2/2008	\$9,421.07	\$19,031.29
Cumberland Acct 4501 N Cumberland Ave Ste C Norridge, IL 60706	3/19/2008	\$7,541.81	\$5,000.00

None ☐ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	2/12/2008	\$9,545.49	\$543,952.00

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	1/9/2008	\$9,545.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	12/20/2007	\$9,795.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	11/6/2007	\$29,545.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	10/9/2007	\$9,545.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	9/6/2007	\$9,545.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	8/7/2007	\$9,545.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	July 9, 2007	\$9,545.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	June 7, 2007	\$9,545.49	\$543,952.00
Randy DelPrince Shareholder 10581 Tremont Dr Fishers, IN 46036	5/17/2007	\$9,545.49	\$543,952.00

**4. Suits and administrative proceedings, executions, garnishments and attachments**

- None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
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- None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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### 5. Repossessions, foreclosures and returns

None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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### 6. Assignments and receiverships

None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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### 7. Gifts

None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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### 8. Losses

None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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### 9. Payments related to debt counseling or bankruptcy

None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Defrees & Fiske 200 S Michigan Ave Ste 1100 Chicago, IL 60604-2480	April, 2008	\$30,000.00

# 10. Other transfers

- None ☐ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None ☐ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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# 11. Closed financial accounts

- None ☐ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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# 12. Safe deposit boxes

- None ☐ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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# 13. Setoffs

- None ☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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# 14. Property held for another person

- None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
<b>7305 E 96th St Indianapolis, IN 46250</b>		<b>5/1/05 - 4/8/2008</b>

**16. Spouses and Former Spouses**

None ☒ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None ☒ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None ☒ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	--	-------------------	----------------------

None ☒ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
--	---------------	-----------------------

**18 . Nature, location and name of business**

None  
☐

a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Ephesus Capital Partners LLC	20-161-4302	1005 W Webster Ave Chicago, IL 60614	Franchisor and Portrait Studio	April 2005 -
Ephesus Columbus Partners LLC	20-552-5585	1005 W Webster Ave Chicago, IL 60614	Portrait Studio	September, 2006 to April, 2008
Firewheel Portrait Studios LLC	20-161-4302	1005 W Webster Chicago, IL 60614	Portrait Studio	July, 2005 to April, 2008

None  
☒

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME

ADDRESS

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

**19. Books, records and financial statements**

None  
☐

a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS  
**Wolf & Company**  
**2100 Clearwater Dr**  
**Oak Brook, IL 60523**

DATES SERVICES RENDERED  
**1/1/06 to 12/31/07**

None  
☐

b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME  
**Cumberland Accounting Services**

ADDRESS  
**4501 N Cumberland Ave**  
**Ste 3**  
**Norridge, IL 60706**

DATES SERVICES RENDERED  
**2008**

None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
<b>James Edmunds</b>	<b>1005 W Webster Ave Ste 9 Chicago, IL 60614</b>
<b>Nicholas Weiksner</b>	<b>1005 W Webster Ave Ste 9 Chicago, IL 60614</b>

None ☒ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
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**20. Inventories**

None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
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None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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**21 . Current Partners, Officers, Directors and Shareholders**

None ☐ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
<b>Alessandro Mina C/O Sverica International 800 Boylston St, Ste 3325 Boston, MA 02199</b>	<b>LLC Member</b>	<b>2.74%</b>
<b>Bradford T Brown 140 Nagog Hill Rd Acton, MA 01720</b>	<b>LLC Member</b>	<b>7.62%</b>
<b>Eric Bunting 11740 Montana Ave #301 Los Angeles, CA 90049</b>	<b>LLC Member</b>	<b>1.83%</b>
<b>George &amp; Sandra Weiksner 164 E 81st St New York, NY 10028</b>	<b>LLC Member</b>	<b>13.11%</b>
<b>Gregory R and Delia Staley 286 Autumn Terr Franklin Lakes, NJ 74117</b>	<b>LLC Member</b>	<b>3.66%</b>
<b>L Henry Edmunds Jr 130 N Roberts Rd Bryn Mawr, PA 19010</b>	<b>LLC Member</b>	<b>6.10%</b>
<b>Marco Island Capital LLC 1001 Phoenix St Danville, CA 94056</b>	<b>LLC Member</b>	<b>0.91%</b>

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
<b>Nicholas Weiksner</b> 855 W Belden Ave Chicago, IL 60614	<b>LLC Member</b>	<b>3.048%</b>
<b>Peterson Ventures II LLC</b> 2825 E Cottonwood Pkwy Ste 400 Salt Lake City, UT 84121	<b>LLC Member</b>	<b>9.91%</b>
<b>Randy and Sherrie DelPrince</b> 10581 Tremont Dr Fishers, IN 46036	<b>LLC Member</b>	<b>21.34%</b>
<b>Sean Arnold</b> 2232 Divisadero St San Francisco, CA 94115	<b>LLC Member</b>	<b>0.76%</b>
<b>Search Fund Partners 2</b> 885 Oak Grove Ste 102 Menlo Park, CA 94025	<b>LLC Member</b>	<b>12.20%</b>
<b>Search Fund Partners 3</b> 885 Oak Grove Ste 102 Menlo Park, CA 94025	<b>LLC Member</b>	<b>15.24%</b>
<b>Rock Wood Equity Partnership Fund</b> 3201 Enterprise Pkwy Ste 370 Beachwood, OH 44122	<b>LLC Member</b>	<b>1.52%</b>

None ☒ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
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**22 . Former partners, officers, directors and shareholders**

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None ☐ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
<b>Michael Bush</b> 225 Morning Canyon Rd Corona Del Mar, CA 92625	<b>Director</b>	<b>3/31/2008</b>
<b>Randy DelPrince</b> 10581 Tremont Dr Fishers, IN 46036	<b>Director</b>	<b>3/31/2008</b>

**23 . Withdrawals from a partnership or distributions by a corporation**

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
<b>James Edmunds</b> <b>1005 W Webster Ave</b> <b>Ste 9</b> <b>Chicago, IL 60614</b> <b>Manager and Board Member</b>	<b>5/1/07 to 4/30/08 Salary</b>	<b>\$110,000.00</b>
<b>Nicholas Weiksner</b> <b>1005 W Webster Ave</b> <b>Ste 9</b> <b>Chicago, IL 60614</b> <b>Manager and Board Member</b>	<b>5/1/07 to 4/30/ 08 Salary</b>	<b>\$110,000.00</b>
<b>Michael Bush</b> <b>225 Morning Canyon Rd</b> <b>Corona Del Mar, CA 92625</b> <b>Board Member</b>	<b>7/20/07</b>	<b>\$1,000.00</b>
<b>Gregory R Staley</b> <b>286 Autumn Terr</b> <b>Franklin Lakes, NJ 74117</b> <b>Board Member</b>	<b>7/20/07</b>	<b>\$1,000.00</b>
<b>Search Fund Partners</b> <b>885 Oak Grove</b> <b>Ste 102</b> <b>Menlo Park, CA 94025</b> <b>Board Member</b>	<b>7/20/07</b>	<b>\$1,000.00</b>
<b>Randy DelPrince</b> <b>10581 Tremont Dr</b> <b>Fishers, IN 46036</b> <b>Board Member</b>	<b>7/20/07 11/14/07</b>	<b>\$2,000.00</b>

**24. Tax Consolidation Group.**

None ☒ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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**25. Pension Funds.**

None ☒ If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date April 25, 2008

Signature /s/ Nicholas Weiksner  
**Nicholas Weiksner**  
**Manager**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*



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**United States Bankruptcy Court**  
**Northern District of Illinois**

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No.

Chapter **11**

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept a retainer of..... \$ **30,000.00**

Prior to the filing of this statement I have received..... \$ **30,000.00**

Balance Due fees awarded by Court..... \$ \_\_\_\_\_

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;  
b. [Other provisions as needed]

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: **April 23, 2008**

**/s/ L. Judson Todhunter**

**L. Judson Todhunter 2840510**

**Defrees & Fiske**

**200 South Michigan Avenue**

**Suite 1100**

**Chicago, IL 60604-2480**

**312-372-4000 Fax: 312-939-5617**

**ljt@defrees.com**

**United States Bankruptcy Court**  
**Northern District of Illinois**

In re **Ephesus Capital Partners LLC**,  
Debtor

Case No. \_\_\_\_\_

Chapter **11**

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Alessandro Mina</b> <b>C/O Sverica International</b> <b>800 Boylston St, Ste 3325</b> <b>Boston, MA 02199</b>	<b>Member</b>		<b>LLC Member</b>
<b>Bradford T Brown</b> <b>140 Nagog Hill Rd</b> <b>Acton, MA 01720</b>	<b>Member</b>		<b>LLC Member</b>
<b>Eric Bunting</b> <b>11740 Montana Ave</b> <b>#301</b> <b>Los Angeles, CA 90049</b>	<b>Member</b>		<b>LLC Member</b>
<b>George and Sandra Weiksner</b> <b>164 E 81st St</b> <b>New York, NY 10028</b>	<b>Member</b>		<b>LLC Member</b>
<b>Gregory R and Delia Staley</b> <b>286 Autumn Terr</b> <b>Franklin Lakes, NJ 74117</b>	<b>Member</b>		<b>LLC Member</b>
<b>L Henry Edmunds Jr</b> <b>130 N Roberts Rd</b> <b>Bryn Mawr, PA 19010</b>	<b>Member</b>		<b>LLC Member</b>
<b>Marco Island Capital LLC</b> <b>1001 Phoenix St</b> <b>Danville, CA 94056</b>	<b>Member</b>		<b>LLC Member</b>
<b>Nicholas Weiksner</b> <b>855 W Belden Ave</b> <b>Chicago, IL 60614</b>	<b>Member</b>		<b>LLC Member</b>
<b>Peterson Ventures II LLC</b> <b>2825 E Cottonwood Pkwy</b> <b>Ste 400</b> <b>Salt Lake City, UT 84111</b>	<b>Member</b>		<b>LLC Member</b>
<b>Randy and Sherrie DePrince</b> <b>10581 Tremont Dr</b> <b>Fishers, IN 46036</b>	<b>Member</b>		<b>LLC Member</b>

In re Ephesus Capital Partners LLC

Case No. \_\_\_\_\_

Debtor

## LIST OF EQUITY SECURITY HOLDERS

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Rock Wood Equity Partnership Fund</b> 3201 Enterprise Pkwy Ste 370 Beachwood, OH 44122	<b>Member</b>		<b>LLC Member</b>
<b>Sean Arnold</b> 2232 Divisadero St San Francisco, CA 94115	<b>Member</b>		<b>LLC Member</b>
<b>Search Fund Partners 2</b> 885 Oak Grove Ste 102 Menlo Park, CA 94025	<b>Member</b>		<b>LLC Member</b>
<b>Search Fund Partners 3</b> 885 Oak Grove Ste 102 Menlo Park, CA 94025	<b>Member</b>		<b>LLC Member</b>

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date April 25, 2008

Signature /s/ Nicholas Weiksner

**Nicholas Weiksner**  
**Manager**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C §§ 152 and 3571.

**United States Bankruptcy Court  
Northern District of Illinois**

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No.

Chapter

**11**

**VERIFICATION OF CREDITOR MATRIX**

Number of Creditors: **57**

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: **April 25, 2008**

**/s/ Nicholas Weiksner**

**Nicholas Weiksner/Manager**

Signer/Title

ADT Security Services  
POB 371956  
Pittsburgh  
Pittsburgh, PA 15250

ADT Security Services  
POB 650485  
Dallas, TX 75265

Alessandro Mina  
C/O Sverica International  
800 Boylston St, Ste 3325  
Boston, MA 02199

All States Easton Services  
POB 94258  
Las Vegas, NV 89193

Art Leather  
600 W John St  
Hicksville, NY 11801

BabyChecks  
1462 W 300 N  
Greenfield, IN 46140

Bradford T Brown  
140 Nagog Hill Rd  
Acton, MA 01720

Buxton Company  
2651 S Polaris Dr  
Fort Worth, TX 76137

Callaway Ventures Inc  
2121 N Clyburn  
Ste A6  
Chicago, IL 60614

Cameron Electric  
4771 N Franklin Rd  
Indianapolis, IN 46226

Celebrity Kids India Private Ltd  
A-7 Community Ctr Naraina  
New Delhi 10028  
India

Celebrity Kids-Naperville Inc  
C/O Melissa Cassidy  
2835 Showplace Dr Ste 137  
Naperville, IL 60564

Cincinnati North Kids Portrait Stud  
C/O Kierston Gray  
38 Winston Kill  
Fort Thomas, KY 41075

Citizens Gas  
POB 7056  
Indianapolis, IN 46207

CK Portraits Inc  
C/O Craig Cola  
Washingtonian Ct 225 Boardwalk Pl  
Gaithersburg, MD 20878

Clay Terrace Partners  
225 Washington St  
Indianapolis, IN 46204

Clay Terrace Partners  
225 Washington St  
Indianapolis, IN 46204

Columbus Window Cleaning  
POB 2201  
Columbus, OH 43216

Cumberland Acct  
4501 N Cumberland Ave  
Ste C  
Norridge, IL 60706

Easton Town Center LLC  
C/O Steiner Properties  
4200 Regent St, Ste 210  
Columbus, OH 43219

Easton Town Center LLC  
C/O Steiner Properties  
4200 Regent St, Ste 210  
Columbus, OH 43219

Eric Bunting  
11740 Montana Ave  
#301  
Los Angeles, CA 90049

Family Portrait Studios S Jersey  
The Promenade at Sagemore  
500 Route 73S  
Marlton, NJ 08053

FC Marion LLC aka Garth Organization  
C/O Maquina Realty  
8900 Keystone Crossing Blvd St 650  
Indianapolis, IN 46240

FC Marion LLC aka Garth Organization  
C/O Maquina Realty  
8900 Keystone Crossing Blvd St 650  
Indianapolis, IN 46240

Fish Window Cleaning  
POB 1895  
Rockwall, TX 75087

Frame Specialties  
28417 Laura Ct  
Elkhart, IN 46517

Ft Wayne Kids LLC  
C/O Brian Baker  
9630 Claymount Lane  
Fishers, IN 46038

George and Sandra Weiksner  
164 E 81st St  
New York, NY 10028

Gregory R and Delia Staley  
286 Autumn Terr  
Franklin Lakes, NJ 74117

Indianapolis Power & Light  
POB 110  
Indianapolis, IN 46206

Jasjam Inc  
C/O Judy Gilbert  
15375 Bluemound Rd Ste 110  
Brookfield, WI 53005

K L Haas Photography Inc  
C/O Kris Haas  
432 Oak St  
Palatine, IL 60067

Konvergent Holdings Inc  
C/O Tom Dunn  
9000 Hudson Rd Ste 616  
Woodbury, MN 55125

L Henry Edmunds Jr  
130 N Roberts Rd  
Bryn Mawr, PA 19010

Marco Island Capital LLC  
1001 Phoenix St  
Danville, CA 94056

Mission Mechanical Corp  
1508 E 80th St  
Ste 335  
Indianapolis, IN 46240

MJC Portraits Inc  
C/O Melissa Cassidy  
1418 Commons Dr  
Geneva, IL 60134

Nicholas Weiksner  
855 W Belden Ave  
Chicago, IL 60614

Ohio Fire & Safety Co  
POB 8367  
Columbus, OH 43210



Paschal and Paschal LLC  
C/O Tim Paschal  
8703 Sargent Creek Lane  
Indianapolis, IN 46256

Paschal Paschal and Schroder LLC  
2300 Sir Barton Way  
Lexington, KY 40509

Peterson Ventures II LLC  
2825 E Cottonwood Pkwy  
Ste 400  
Salt Lake City, UT 84121

Philadelphia Kids Studios LLC  
C/O Donna Brennan  
104 Gerstley Rd  
Hatboro, PA 19040

Photosculpture By Ajay  
754 Bonita Dr  
White Lake, MI 48383

R n R Colour Inc  
1256 E 86th Pl  
Merrillville, IN 46410

Rainbow Window Cleaning  
6753 Woodcliff Circle  
Zionsville, IN 46077

Randy and Sherrie DelPrince  
10581 Tremont Dr  
Fishers, IN 46036

Randy and Sherrie DelPrince  
10581 Tremont Dr  
Fishers, IN 46036

Republic Waste Services  
832 Langsdale Ave  
Indianapolis, IN 46202

Rock Wood Equity Partnership Fund  
3201 Enterprise Pkwy  
Ste 370  
Beachwood, OH 44122

Sean Arnold  
2232 Divisadero St  
San Francisco, CA 94115

Search Fund Partners 2  
885 Oak Grove  
Ste 102  
Menlo Park, CA 94025

Simon Property Group  
Firewheel Mall  
225 Washington St  
Indianapolis, IN 46204

Simon Property Group  
Firewheel Mall  
225 Washington St  
Indianapolis, IN 46204

TS3 Inc  
C/O Steve Bracken  
1001 N State Road 135  
Greenwood, IN 46142

Wheaton Portrait Studios LLC  
C/O Hus Holland  
222 E Harrison Ave  
Wheaton, IL 60187

**United States Bankruptcy Court**  
**Northern District of Illinois**

In re **Ephesus Capital Partners LLC**

Debtor(s)

Case No.

Chapter

**11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Ephesus Capital Partners LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**George and Sandra Weiksner**  
**164 E 81st St**  
**New York, NY 10028**

**Randy and Sherrie DelPrince**  
**10581 Tremont Dr**  
**Fishers, IN 46036**

**Search Fund Partners 2**  
**885 Oak Grove**  
**Ste 102**  
**Menlo Park, CA 94025**

**Search Fund Partners 3**  
**885 Oak Grove**  
**Ste 102**  
**Menlo Park, CA 94025**

☐ None [*Check if applicable*]

**April 25, 2008**

Date

**/s/ L. Judson Todhunter**

**L. Judson Todhunter 2840510**

Signature of Attorney or Litigant

Counsel for **Ephesus Capital Partners LLC**

**Defrees & Fiske**

**200 South Michigan Avenue**  
**Suite 1100**

**Chicago, IL 60604-2480**

**312-372-4000 Fax:312-939-5617**

**ljt@defrees.com**